

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
Fleming Companies, Inc., et al.,¹)	Case No. 03-10945 (MFW)
)	(Jointly Administered)
Debtors.)	

AFFIDAVIT OF SERVICE RE:

**NOTICE OF CONTINUANCE OF HEARING ON APPROVAL OF
DISCLOSURE STATEMENT IN SUPPORT OF DEBTORS' AND OFFICIAL
COMMITTEE OF UNSECURED CREDITORS' JOINT PLAN OF
REORGANIZATION OF FLEMING COMPANIES, INC. AND ITS FILING
SUBSIDIARIES UNDER CHAPTER 11 OF THE UNITED STATES
BANKRUPTCY CODE**

I, Myrtle H. John, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. My business address is c/o Bankruptcy Management Corporation, 1330 East Franklin Avenue, El Segundo, California 90245.

2. At the direction of Kirkland & Ellis LLP, co-counsel for the Debtors and Debtors in Possession, I caused service of the above-referenced document, a copy of which is attached hereto as Exhibit 1, to be effected on the parties listed in Exhibit 2. Those parties who have requested special notice are referenced as Service List 7399; the Affected Parties are referenced as Service Lists 7398, 7410, 7411 and 7414; the

¹ The Debtors are the following entities: Core-Mark International, Inc.; Fleming Companies, Inc.; ABCO Food Group, Inc.; ABCO Markets, Inc.; ABCO Realty Corp.; ASI Office Automation, Inc.; C/M Products, Inc.; Core -Mark Interrelated Companies, Inc.; Core-Mark Mid -Continent, Inc.; Dunigan Fuels, Inc.; Favar Concepts, Ltd.; Fleming Foods Management Co., L.L.C., Fleming Foods of Texas, L.P.; Fleming International, Ltd.; Fleming Supermarkets of Florida, Inc.; Fleming Transportation Service, Inc.; Food 4 Less Beverage Company, Inc.; Fuelserv, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; Minter-Weisman Co.; Piggly Wiggly Company; Progressive Realty, Inc.; Rainbow Food Group, Inc.; Retail Investments, Inc.; Retail Supermarkets, Inc.; RFS Marketing Services, Inc.; and Richmar Foods, Inc.

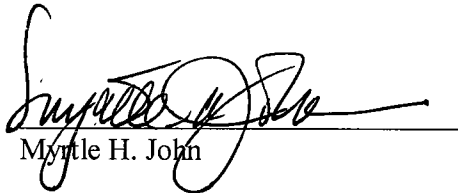
Shareholders are referenced as Service List 7409; the 35 Largest Unsecured Creditors are referenced as Service List 7412 and the Litigation Parties are referenced as Service List 7413.

3. Service commenced on January 7, 2004 and concluded on January 8, 2004

All parties were served via first-class mail and deposited with the United States Postal Service with postage thereon fully prepaid.

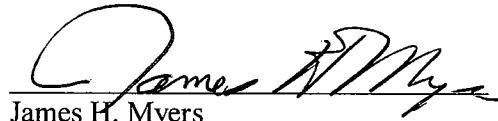
I declare under penalty of perjury that the foregoing is true and correct.

DATED: January 9, 2004
El Segundo, California


Myrtle H. John

State of California)
) ss
County of Los Angeles)

Personally appeared before me on January 9, 2004, Myrtle H. John, an individual, known to me to be the person who executed the foregoing instrument and acknowledged the same.


James H. Myers
My Commission Expires July 19, 2005

